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Hearing Date: September 17, 2010 at 9:45 a.m.

Attorneys for Dale Earnhardt, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	: :
MOTORS LIQUIDATION COMPANY, et al.,	: Case No. 09-50026 (REG)
f/k/a General Motors Corp., et al.	: :
	: (Jointly Administered)
Debtor.	: :
	: :
-----X	

**OBJECTION TO TRANSFER OF
CLAIM NO. 70347 OTHER THAN FOR SECURITY**

AND NOW, comes Dale Earnhardt, Inc. (“**DEI**”) by and through its undersigned counsel, hereby submits this *Objection to Transfer of Claim No. 70347 Other Than for Security* (the “**Objection**”), and represents as follows:

1. DEI files this Objection pursuant to section 502 of title 11 of chapter 11 of the United States Code (the “**Bankruptcy Code**”), and Rule 3001(e) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), seeking the entry of an order dismissing the transfer of Proof of Claim No. 70347 to The Seaport Group, LLC (“**Seaport**”).

2. This Court has subject matter jurisdiction to consider this matter pursuant

to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. On September 29, 2009 DEI filed a proof of claim in the amount of \$3,252,706.80 [Claim No. 1649].

4. On July 14, 2010, DEI filed an amended proof of claim in the amount of \$3,031,180.00 [Claim No. 70347] (the “**DEI Claim**”).

5. DEI and Seaport entered into an Assignment of Claim and Settlement Agreement dated as of July 16, 2010 (the “**Assignment of Claim**”), which provided for the assignment of the DEI Claim to Seaport, subject to certain conditions.

6. On July 20, 2010 Seaport filed a Transfer of Claim Other Than for Security (the “**Transfer**”) [Docket No. 6377] seeking to evidence the Assignment of Claim.

7. On July 21, 2010 a Notice of Transfer of Claim Other than For Security (“**Notice**”) was mailed by The Garden City Group, Inc. as claims agent for the Debtor(s).

8. The Notice provided that objections to the Transfer must be filed within twenty one (21) days of the mailing of the Notice. The deadline to object to the Transfer is August 11, 2010.

9. On August 5, 2010, Deutsche Bank Securities, Inc. (“**Deutsche Bank**”) filed a civil Complaint in the United States District Court for the Southern District of New York at Case No. 10-civ-5910 (the “**Complaint**”) against DEI alleging that DEI breached a binding contract by refusing to assign the DEI Claim to Deutsche Bank.

10. The Complaint triggered DEI’s right under Paragraph 4 of the Assignment of Claim to declare the Assignment of Claim null and void.

11. Upon receiving the Complaint, counsel for DEI requested that Seaport withdraw the Transfer. Seaport refused – and still continues to refuse – to withdraw the Transfer.

12. As of the date hereof, DEI intends to send a notice of termination to Seaport indicating that the Assignment of Claim has been terminated according to the terms thereof.

13. Accordingly, because the Assignment of Claim is null and void, DEI objects to the Transfer of the Claim to Seaport and requests that the Transfer to Seaport be disallowed.

Dated: August 10, 2010

Respectfully submitted,

MINTZ LEVIN COHN FERRIS GLOVSKY
and POPEO, P.C.

By: _____


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